

This Listing Statement is compiled by the Exchange from documents filed by the Company in making application for listing. It is issued for the information of members, member firms and member corporations of the Exchange. It is not and is not to be construed as a prospectus. The Exchange has received no consideration in connection with the issue of this Listing Statement other than the customary listing fee. The documents referred to above are open for inspection at the general office of the Exchange.

LISTING STATEMENT NO. 2435.

LISTED FEBRUARY 24, 1970.
4,500,000 Common shares of \$2.00 par value.
Stock Symbol "BPC".
Post Section 2.1.
Dial Quotation No. 2357.

file

THE TORONTO STOCK EXCHANGE

LISTING STATEMENT

FFR 23 1970

LA BANQUE PROVINCIALE DU CANADA THE PROVINCIAL BANK OF CANADA

Incorporated by Special Statute of the Province of Canada,
24 Victoria, 1861, Chapter XC, assented to 18th May, 1861.

CAPITALIZATION AS AT JANUARY 7TH, 1970

SHARE CAPITAL	AUTHORIZED	ISSUED AND OUTSTANDING	TO BE LISTED
Common shares of \$2. par value	10,000,000	4,500,000	4,500,000

January 7th, 1970.

1. APPLICATION

LA BANQUE PROVINCIALE DU CANADA—THE PROVINCIAL BANK OF CANADA (hereinafter called the "Bank") an operating company hereby makes application for the listing on The Toronto Stock Exchange of 4,500,000 common shares of the par value of \$2. each in the capital stock of the Bank, all of which have been issued and are outstanding as fully paid and non-assessable.

2. HISTORY AND NATURE OF BUSINESS

The Bank carries on the business of a chartered bank in Canada, and the business and powers of the Bank are fully described in the Bank Act 14-15-16 Elizabeth II, Chapter 87, assented to 23rd March, 1967, which act came into force on 1st May, 1967, by proclamation of the Governor in Council. The Bank employs approximately 2,700 employees.

3. INCORPORATION

The Bank has been incorporated by special Statute of the Province of Canada, 24 Victoria, 1861, Chapter XC, assented to 18th May, 1861, under the name of "La Banque Jacques-Cartier".

By 63-64 Victoria, Chapter 102 of the Statutes of Canada, assented to 7th May, 1900, La Banque Jacques-Cartier was authorized to change its name to "La Banque Provinciale du Canada", and by 6 Edward VII, Chapter 145, assented to 13th of July, 1906, it was authorized to use both names "La Banque Provinciale du Canada" and "The Provincial Bank of Canada".

The Bank is a body politic and corporate and the Bank Act is its charter. The revised Bank Act came into force on 1st May, 1967, and under the terms of the Act the Bank is empowered to carry on business for a further ten years.

4. CHANGES IN CAPITAL STOCK

The Bank was organized with an authorized capitalization of \$1,000,000 of which \$873,500 was subscribed. In 1907 the authorized capital was increased to \$2,000,000 and the par value of the shares from \$12.50 to \$100, fractions of shares being paid in cash to leave the paid-up capital an even \$1,000,000. In 1919 the authorized capital was increased to \$5,000,000 and the paid-up capital to \$2,000,000. On May 31, 1921, 10,000 shares were allotted to shareholders at \$120. On April 30, 1926, a further 10,000 shares were allotted to shareholders at \$120. All these shares have been fully paid.

Under the revised Bank Act, effective September 1, 1944, the stock was split on a 10-for-one basis.

In January, 1953, the authorized capital was increased to \$10,000,000.

On December 11, 1962, shareholders approved an increase in authorized capital stock to \$20,000,000.

At a special meeting on July 26, 1967, in accordance with authorization given under the newly-revised Bank Act, shareholders approved subdivision of the \$10. par shares on a five-for-one basis. As a result, there were authorized 10,000,000 shares of \$2. par value, with 4,500,000 shares issued and outstanding.

Rights, 1952—On September 30, 1952, 100,000 shares were allotted to shareholders at \$14.50 on the basis of one additional share for each four held. In accordance with section 33 (1) of the Bank Act, the offer was made payable in ten monthly installments of \$1.45 each, the first one being due January 14, 1953, and the last one on October 11, 1953. At November 30, 1953, all the allotted shares had been fully paid in cash.

Rights, 1958—In December, 1958, the Bank offered shareholders of record December 12, 1958, rights covering 200,000 additional shares at \$24. per share on the basis of two new shares for each five shares held. The rights expired March 9, 1959; they were fully exercised and the shares were fully paid in cash.

The additional shares were not registered in the U.S., but U.S. shareholders could sell or transfer their rights.

Rights, 1961—In November, 1961, the Bank offered shareholders of record November 27, rights covering 200,000 additional shares at \$27. per share on the basis of two new shares for each seven shares held. The rights expired February 26, 1962; they were fully exercised and the shares were fully paid in cash.

The additional shares were not registered in the U.S., but U.S. shareholders could sell or transfer their rights.

5. SHARE ISSUES DURING PAST TEN YEARS

In November, 1961, the Bank offered shareholders the right to subscribe to 200,000 additional common shares of \$10. par value at \$27. per share on the basis of two new shares for each seven shares held. The rights were fully exercised and the total amount realized was \$5,400,000. The purpose of the issue was to keep capital in line with the growth of the Bank.

6. STOCK PROVISIONS AND VOTING POWERS

Each common share carries one vote at all meetings of the shareholders. Sections 52 to 57 of the revised Bank Act impose the following restrictions on share ownership and transfers.

- (i) Number of shares owned by non-residents cannot exceed 25% of the total number of the issued and outstanding shares of such stock.
- (ii) One individual, a group of individuals associated together, or a company, a group of companies associated together, cannot own more than 10% of the total number of the issued and outstanding shares of such stock.
- (iii) Transfer of shares to Her Majesty in right of Canada or in right of a province, the government of a foreign state, or any political sub-division, or to one of their agents, is prohibited.
- (iv) Section 52 (1) (a) (i) of the Revised Bank Act excludes as an agent of a government, an institution established to provide pension or similar benefits to particular classes of individuals, or monies derived from such a fund. However, the provisions of Section 54 (3) (c) state that the voting rights attached to the shares owned by such corporation cannot be exercised. To the knowledge of the Bank, the only shares owned by such an institution totals 280,000 at the date of this application.

7. DIVIDEND RECORD

Particulars of dividends paid during the ten preceding years are as follows:—

Common (old)

<u>Year of Payment</u>	<u>Regular</u>	<u>Extra</u>	<u>Total</u>	<u>Total Amount</u>
1960	1.10	.25	1.35	\$ 945,000
1961	1.20	.25	1.45	1,015,000
1962	1.20	.25	1.45	1,291,182
1963	1.27½	.25	1.52½	1,372,493
1964	1.40	.25	1.65	1,485,000
1965	1.40	.30	1.70	1,530,000
1966	1.40	.35	1.75	1,575,000
1967	1.10	—	1.10	990,000
(Up to and including dividend paid on August 1st, 1967)				

As of August 1st, 1967, the common shares (old) were sub-divided five for one.

Common (new)

1967	.08	.07	.15	675,000
1968	.38	.04	.42	1,890,000
1969	.45	.05	.50	2,250,000

Dividends are paid quarterly on the first day of February, May, August, and November. The extra dividend has been payable on November 1st when declared.

Following the five-for-one stock split in August, 1967, a quarterly dividend of eight cents per share was paid on August 1st, an increase of one cent (based on sub-divided shares) over the previous dividend of May 1st, 1967. Payment of nine cents per share were made February 1st and May 1st, 1968. Increased quarterly dividends of ten cents per share were paid August 1st and November 1st in 1968, and on February 3rd, 1969. On May 1st, 1969, the rate was increased to eleven cents per share, on August 1st, 1969, to twelve cents per share, and twelve cents on November 3rd, 1969.

Extra dividends of seven cents were paid on November 1st, 1967, four cents on November 1st, 1968, and five cents on November 1st, 1969.

On December 17th, 1969, a dividend of thirteen cents per share was declared payable on February 2nd, 1970, to shareholders of record date January 15th, 1970. An increase of one cent over the previously paid dividend.

8. RECORD OF PROPERTIES

The Bank operates 219 branches and 68 agencies in four provinces as at January 7th, 1970.

The head office and principal place of business of the Bank is located at 221 St. James Street West, Montréal, Québec.

Main offices in other provinces are located at:

112 King Street West, Toronto, Ontario.

1111 Main Street, Moncton, New Brunswick.

132 Kent Street, Charlottetown, Prince Edward Island.

The distribution of branches and agencies of the Bank by province is as follows:

	Branches	Agencies
Québec	185	60
Ontario	17	5
New Brunswick	15	3
Prince Edward Island	2	NIL
TOTAL:	219	68

Premises, used by the Bank are either owned by the Bank, rented by the Bank, or owned by the subsidiary company, Pro-Can Realities Limited.

9. SUBSIDIARY COMPANIES

Pro-Can Realities Limited is the only wholly-owned subsidiary of the Bank. Pro-Can Realities Limited was incorporated under the laws of the Province of Québec by letters patent dated November 26th, 1956, with an authorized capital of \$1,100,000 divided into 10,000, 4½%, preference shares of \$100 par value, redeemable, non-participating and non-cumulative dividends, and 1,000 common shares of \$100 par value. Both classes of authorized shares are issued, outstanding, and owned by the Bank, with the exception of 6 qualifying common shares which are owned by directors of Pro-Can Realities Limited.

The Company owns real estate which is rented entirely to the Bank as premises to carry on its operations under a lease that expires on October 31st, 1989.

10. FUNDED DEBT

The Bank has no mortgage or funded indebtedness outstanding.

The subsidiary company, Pro-Can Realities Limited, has issued \$4,000,000 principal amount of 5½% first mortgage sinking fund bonds—series “B”—maturing November 1st, 1986, of which there are outstanding \$3,500,000.

The first mortgage sinking fund bonds were issued by the company on November 1st, 1964, and the proceeds were used to redeem the outstanding issue of first mortgage bonds of Pro-Can Realities Limited—series “A” 5%—maturing on that date and for other corporate purposes.

The company is required (subject to certain conditions) to pay to the sinking fund each year, on November 1st, 2.5% of the balance of the sinking fund bonds outstanding on the previous October 31st in each of the years 1965 to 1985 inclusive, and the balance at maturity on November 1st, 1986.

Interest payments have been made on due dates and sinking fund requirements fulfilled.

The amounts paid to the sinking fund from November 1st, 1965, to November 1st, 1969, inclusive, have been applied to the retirement of \$500,000 5½% first mortgage sinking fund bonds—series “B” of the company.

11. OPTIONS, UNDERWRITINGS, ETC.

There are no outstanding options, underwritings, sales agreements, or other agreements of like nature with respect to any unissued shares of the Bank.

12. LISTING ON OTHER STOCK EXCHANGES

The shares of the Bank are listed on the Montréal Stock Exchange. There are no other listings, nor is there pending any application to any other stock exchange to list the said shares.

13. STATUS UNDER SECURITIES ACTS

Issuances of shares of the Bank were qualified for sale to the public under the requirements of the Bank Act.

14. FISCAL YEAR

The fiscal year of the Bank ends on October 31st in each year.

15. ANNUAL MEETINGS

The annual general meeting of the shareholders of the Bank for the election of directors and for the transaction of such other business as may properly be brought before the meeting is held at the head office of the Bank or at any place within the City of Montréal designated by the Directors, on the second Tuesday in the month of December in each and every year, at such hour as may be fixed in the public notice of such meeting.

The last annual general meeting of the Bank took place in Montréal on Tuesday, December 9th, 1969.

16. HEAD AND OTHER OFFICES

The head office and principal place of business of the Bank is located at 221 St. James Street, Montréal, Québec.

Reference is hereby made to item number 8 of this application for other offices.

The Bank has also correspondents all over the world.

17. TRANSFER AGENT AND REGISTRAR

The Bank acts as transfer agent and registrar for the shares of its capital stock.

The Bank maintains transfer offices at its head office and at its main places of business in three other provinces. These offices are located at:

221 St. James Street, Montréal 126, Québec.

112 King Street West, Toronto, Ontario.

1111 Main Street, Moncton, New Brunswick.

132 Kent Street, Charlottetown, Prince Edward Island.

Officers of the Bank acting as transfer agents and registrars are duly authorized by the Board of Directors.

Shares certificates are mutually interchangeable at each transfer office.

18. TRANSFER FEE

No fee is charged on stock transfers other than the customary Government stock transfer taxes.

19. AUDITORS

The auditors of the Bank are: Mr. Guy Chabot, C.A., of Raymond, Chabot, Martin, Paré et Associés, of Montréal, and Mr. Godfrey Gourdeau, C.A., of Larue, Gourdeau et Associés, of Québec.

At the annual general meeting of the Bank held on December 9th, 1969, Mr. Godfrey Gourdeau, C.A., of Larue, Gourdeau et Associés, of Québec, was appointed joint auditor, replacing Mr. Guy Fortier, C.A., of Boulanger, Fortier, Rondeau & Cie of Québec.

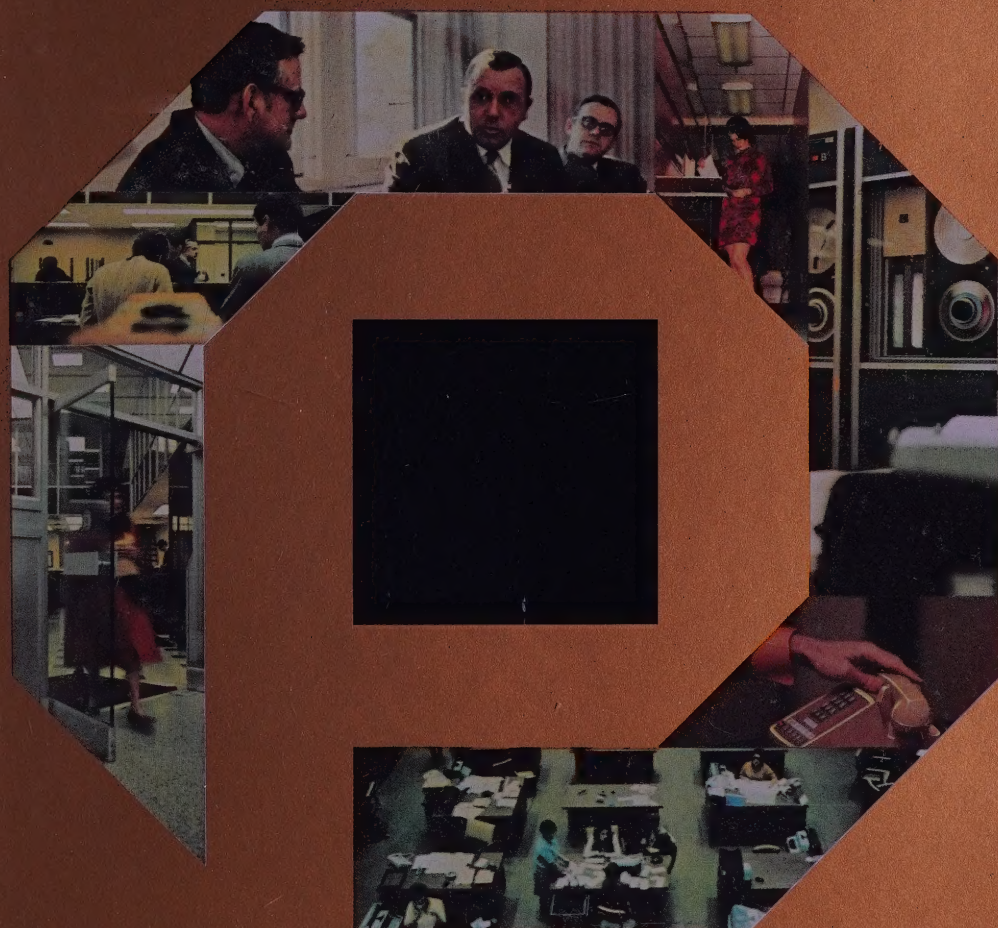
Appointment and qualification of the shareholders' auditors are prescribed by Section 63 of the Bank Act.

Section 63 (2) further states that the two appointed auditors cannot be members of the same firm but if the same two persons, or if members of the same two firms, have been appointed for two consecutive years, one such person or a member of his firm shall not be appointed as auditor for the period of two years next following the term for which he was last appointed.

20. OFFICERS

The Officers of the Bank are:

<u>Name</u>	<u>Office</u>	<u>Home Address</u>
Roland Bock	Chairman of the Board	3940 Chemin de la Côte des Neiges, Montréal, Québec
Léo Lavoie	President and Chief Executive Officer	11444 Tanguay Street, Montréal, Québec
Cecil F. Carsley	Vice-President	640 Clarke Avenue, Westmount, Québec
Lucien Massé	Vice-President	100 Bronson Street, Ottawa, Ontario
Raymond Primeau	General Manager	1844 Lajoie Avenue, Outremont, Québec
Maurice Bigras	Assistant General Manager	9300 Puyseaux Street, St. Léonard, Québec
Georges Fortin	Assistant General Manager	320 Curzon Avenue, St. Lambert, Québec
Jean Machabée	Assistant General Manager	691 Parker Street, Greenfield Park, Québec



LA BANQUE PROVINCIALE DU CANADA
THE PROVINCIAL BANK OF CANADA

Per: "R. PRIMEAU",
General Manager

Per: "JEAN MACHABÉE",
Assistant General Manager

	Chief Executive Officer	
Cecil F. Carsley	Vice-President	640 Clarke Avenue, Westmount, Québec
Lucien Massé	Vice-President	100 Bronson Street, Ottawa, Ontario
Raymond Primeau	General Manager	1844 Lajoie Avenue, Outremont, Québec
Maurice Bigras	Assistant General Manager	9300 Puyseaux Street, St. Léonard, Québec
Georges Fortin	Assistant General Manager	320 Curzon Avenue, St. Lambert, Québec
Jean Machabée	Assistant General Manager	691 Parker Street, Greenfield Park, Québec



LA BANQUE PROVINCIALE DU CANADA
THE PROVINCIAL BANK OF CANADA

Per: "R. PRIMEAU",
General Manager

Per: "JEAN MACHABÉE",
Assistant General Manager

The Board of Directors

Chairman of the Board:

*Roland Bock, Montreal
President, Bock & Tétreau Limitée

President of the Bank and Chief Executive Officer:

*Léo Lavoie, Montreal

Honorary President:

*J.-Ubaldo Boyer, Montreal

Vice-President:

*Cecil F. Carsley, M.B.E., Montreal
Chairman of the Board, Canada Vinegars Limited

Vice-President:

*Lucien Massé, C.A., LL.D., Ottawa
President, Société Gazifère de Hull Inc.

Marcel Bélanger, M.A., C.A., Quebec
Partner, Bélanger, Dallaire, Gagnon & Company

Hervé Belzile, C.A., Montreal
President, Alliance Mutual Life Insurance Company

Benoit Benoit, Saint Hyacinthe
President, La Compagnie d'Assurance Générale
de Commerce

*Ignace Brouillet, D.Ap.Sc., Eng., Montreal
Partner, Brouillet, Carmel, Boulva & Company

Roland Chagnon, C.A., Montreal
President, Lallemand Inc.

Charles-E. Demers, Eng., Quebec
Vice-President, Komo Construction Inc.

Paul-A. Dionne, Montreal
Chairman of the Board, Dionne Limitée

Gilles Filion, Q.C., Montreal
Partner, Messrs. Monette, Filion, Clerk, Michaud,
Barakett & Lévesque

*Charles-J. Gélinas, Q.C., Montreal
Partner, Messrs. Gélinas, Bourque, Benoit, Bélanger & Lortie

Paul-H. Plamondon, Quebec
Vice-President, La Solidarité
compagnie d'assurance sur la vie

J.-Olier Renaud, Q.C., Montreal
Partner, Messrs. Renaud & Renaud

Alfred Rouleau, Levis
President, Desjardins Mutual Life Assurance
Company and of La Sauvegarde

Antoine Turmel, Sherbrooke
Chairman of the Board, Couvrette & Provost Ltd.

*Member of Executive Committee

Chief Executive Officer

Cecil F. Carsley	Vice-President	640 Clarke Avenue, Westmount, Québec
Lucien Massé	Vice-President	100 Bronson Street, Ottawa, Ontario
Raymond Primeau	General Manager	1844 Lajoie Avenue, Outremont, Québec
Maurice Bigras	Assistant General Manager	9300 Puyseaux Street, St. Léonard, Québec
Georges Fortin	Assistant General Manager	320 Curzon Avenue, St. Lambert, Québec
Jean Machabée	Assistant General Manager	691 Parker Street, Greenfield Park, Québec

Executive Officers of the Bank

President and Chief Executive Officer

Léo Lavoie

General Manager

Raymond Primeau

Assistant General Managers

Maurice Bigras
Georges Fortin
Jean Machabée
Antonio Malfara
Gilles Mercure
Léon Pilon

Secretary General

René Cousineau

Superintendents

Rhéul Brunelle, *Eastern Townships-St. Maurice*
Lawrence Cyr, *Windsor, Ont.*
Grégoire Doyon, *Quebec*
Roger Gagné, *Maritimes*
Lawrence Labonté, *St. Lawrence Valley*
Gérard Lacerte, *Laurentians - Ottawa*
François Lapierre, *Montreal*
Gilles Roch, *Montreal-des Prairies*

Supervisors

Roland-A. Béland, *Securities*
Gaston Bertrand, *Public Relations*
Herbert C. Byleveld, *Economic Research*
Gaston Gauthier, *Legal*
Roger Gauthier, *Mortgage Loans*
Georges-Lachance, *Bank Premises*
Richard Lapointe, *Accounting*
André Pasquin, *Foreign Business*
Claude Primeau, *Personnel*
J.-Léon Pronovost, *Security*
Raymond Rémillard, *Budget Loans*
Henri-J. Richard, *Inspection*
Robert Savard, *Data Centre*
Raymond Séguin, *Internal Auditing*
Lucien Tanguay, *Investments*
Réal Tardif, *Marketing*
Robert Teasdale, *Routine*
Roland Vadeboncoeur, *Credit*



Minutes

Minutes of the sixty-ninth annual general meeting of the Shareholders of The Provincial Bank of Canada, held at the Queen Elizabeth Hotel, 900 Dorchester Blvd. West, Montreal (Canada), on the 9th of December 1969, at three-thirty o'clock in the afternoon.

The President, Mr. Léo Lavoie, occupied the chair.

The Chairman appointed Mr. René Cousineau as Secretary of the meeting and Messrs. Henri-Paul Lemay and Hébert Chrétien as Scrutineers and their nomination was approved unanimously by the meeting. At the request of the Chairman, the Scrutineers confirmed, for record purposes, that there was a quorum and the Secretary then read the notice calling the meeting and an affidavit concerning publication of said notice. The minutes of the last annual general meeting, having been addressed to all Shareholders, were taken as read on a motion of Mr. Gérard Fournier, seconded by Mr. Clovis Masson, and unanimously adopted.

Directors' Report

Following this, the Secretary read the report of the Directors:

"Your directors have pleasure in presenting the Bank's annual statement for the year ended October 31, 1969, containing the statement of assets and liabilities of the Bank and Pro-Can Realities Limited as at October 31, 1969, the statement of revenue, expenses and undivided profits, the statement of accumulated appropriations for losses, and of the rest account for the latest financial year.

During the year, seven new branches were opened, one agency was converted into a branch, while forty-five agencies were closed.

As at October 31, 1969, the Bank had 219 branches and 69 agencies.

All branches and agencies were inspected by the Inspection Department of the Bank and the cash and securities at Head Office were verified. The Shareholders' auditors, Messrs. Guy Chabot, C.A., and Guy Fortier, C.A., audited the Bank's records and those of Pro-Can Realities Limited, a company controlled by the Bank, and their reports are appended to each statement.

Your Directors express their appreciation to the officers and staff of the Bank for the loyal co-operation they have shown in the discharge of their duties.

*For the Board of Directors,
(signed) Léo Lavoie,
President.*

Montreal, December 9, 1969."

The Shareholders having already received copies of the financial statements for the fiscal year ended October 31st, 1969, it was proposed by Mr. François Beauregard, seconded by Mr. Robert Laflamme, and unanimously resolved that they be considered as read and adopted.

The President then commented on the Canadian economy and subsequently, called upon Mr. Raymond Primeau, General Manager, to present the financial statements.

On a motion of Mr. Léo Lavoie, seconded by Mr. Roland Bock, the report of the Directors was unanimously adopted.

Mr. Laurent Gendron, Eng., proposed a vote of congratulations in the following terms:

"In this era of contestation, permit me to be different and to be the spokesman of all shareholders in telling you: we are in agreement. The financial statement of October 31, 1969 is witness to the fact that the Provincial Bank during 1968-69 has taken another big step forward that has brought its assets close to \$900 million and that has made the institution with which we are proud to be associated one of the pillars of the Canadian economy. Gone are the days when the Provincial Bank seemed hard-pressed to follow the tempo of our time and age. Today, thanks to the dynamic attitude and the competence of the Board of Directors and the management teams of recent years, our Bank is a trend-setter in an important sector of our economy.

Mr. President, I have the honor and the pleasure to propose a vote of well-deserved congratulations addressed to you, to all the members of the Board of Directors, to the General Manager and his associates, as well as to all the staff of The Provincial Bank of Canada. You have brought all your ships home and we are sure that after setting sail again in 1969-70, you will pass with the greatest of ease another landmark in the next six months: one billion dollars in assets."

Mr. Theodore Vineberg seconded Mr. Gendron as follows:

"I take the honor to speak a few words to this gathering. In spite of a most difficult banking year, it is gratifying to know that the management teams have proven themselves so eminently capable for their tasks, as evident by the proven figures. The rate of growth of this institution is very impressive; the net profits after taxes are very reassuring. I therefore wish to second the preceding motion by offering congratulations on behalf of those assembled here which include my personal tribute."

Then, at the request of the President, Mr. Raymond Primeau, General Manager, thanked the French-speaking Shareholders, and Mr. C. F. Carsley, the English-speaking Shareholders, for their vote of appreciation. The Scrutineers reported that the number of shares represented by Shareholders present at the meeting was 152,495 and that the number of shares represented by proxy was 2,971,679, forming a total of 3,124,174 or 69.4% of the capital stock.

Appointment of Auditors

It was moved by Mr. Jacques Chiquette, seconded by Mr. Henri Dorion, that Messrs. Guy Chabot, C.A., of Raymond, Chabot, Martin, Paré & Company, and Godfrey Gourdeau, C.A., of Larue, Gourdeau & Company, be appointed Auditors for the ensuing year, that their remuneration be not more than \$21,000 and that their fees be divided between them in proportion to the time they will have devoted to the Bank's business.

Appointment of Proxies for Pro-Can

It was also moved by Mr. Maurice Parizeau, seconded by Mr. André Gervais, C.A., that in accordance with the Bank Act, Mr. Léo Lavoie, or failing him, Mr. Roland Bock, or failing them, Mr. C. F. Carsley, be appointed to act as proxy for the Bank at any and all meetings of the Shareholders of Pro-Can Realities Limited, a corporation controlled by the Bank. Upon receiving the Scrutineers' report, the Chairman declared these two motions carried unanimously.

Election of Directors

The meeting then proceeded with the election of Directors. It was moved by Mr. Gérard Savard, seconded by Mr. Benoit Beauregard, that the following Shareholders be elected Directors for the ensuing year, that a vote be taken for their election and that a single ballot be cast if there were no other names proposed: Messrs. Marcel Bélanger, C.A., Hervé Belzile, C.A., Benoit Benoit, Roland Bock, J.-Ubalde Boyer, Ignace Brouillet, Eng., C. F. Carsley, M.B.E., Roland Chagnon, C.A., Charles-E. Demers, Eng., Paul-A. Dionne, Gilles Filion, Q.C., Charles-J. Gélinas, Q.C., Léo Lavoie, Lucien Massé, C.A., Paul-H. Plamondon, J.-Olier Renaud, Q.C., Alfred Rouleau, Antoine Turmel.

No other names being proposed and upon receiving the Scrutineers' report, the Chairman declared the above-mentioned Shareholders elected to the Board of Directors for the current year.

The meeting then adjourned.

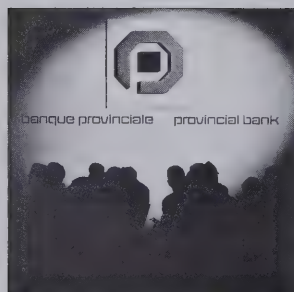
At the meeting of the Board of Directors held subsequently to the meeting of Shareholders, the following officers were elected for the coming year:

Chairman of the Board: Mr. Roland Bock.

President of the Bank and Chief Executive Officer: Mr. Léo Lavoie.

Honorary President: Mr. J.-U. Boyer.

Vice-Presidents: Messrs. C. F. Carsley and Lucien Massé.







The President's Address

Léo Lavoie

The Bank has just concluded another profitable year. In the course of this meeting, the General Manager will comment on the results obtained. As is customary, I shall survey the economic situation for you with particular attention to those aspects of interest to shareholders and clients of the Bank. However, before approaching that subject, I should like to draw your attention to the changes that have occurred in the Board of Directors since our last annual general meeting. In January of this year, Mr. G. J. van den Berg, whose position requires frequent trips abroad, has submitted his resignation. We have greatly appreciated Mr. van den Berg's collaboration, specifically in the field of investments, and we should like to thank him for the services he has rendered to the Bank. To replace him, the Board of Directors has appointed Mr. Gilles Filion, Q.C., of the firm of Monette, Filion, Clerk and Associates. Mr. Filion has gained an excellent reputation as a lawyer and we are happy to count him among the Bank's Directors. Mr. Arthur Simard, who has been on the Board of Directors since 1956, has handed in his resignation at the end of November. Mr. Simard is President of the Administration and Trust Company and according to Section 18 of the Bank Act, any director of a trust company accepting deposits from the public, cannot be a member of the Board of Directors of a bank after the 31st of December of this year. Mr. Simard has been held in high esteem by his colleagues. All have appreciated his sound judgment and his candid opinion. It is therefore with regret that we see him leave our ranks and we wish to express our gratitude for his contribution to the administration of the Bank's operations during his term of office. To fill the vacancy created by the departure of Mr. Simard, we shall propose that you elect as Director during this meeting Mr. Alfred Rouleau, President of Desjardins Mutual Life Assurance Company and President of La Sauvegarde Compagnie d'Assurance-Vie. Mr. Rouleau is furthermore member of the Economic Council of Canada. He is also on the Board of Directors of Sidbec, of the Dominion Steel and Coal Corporation Limited and of several other companies. Mr. Rouleau is known to be a dynamic person and possesses a vast experience in corporate management. We are convinced that his participation in the Board of Directors of the Bank would be a valuable asset to us.

Economic conditions in the year now ending have been fairly good. Gross National Product for 1969 is expected to be 9 per cent higher than the previous year. In real terms, the improvement amounts to 5 per cent and price increases account for the rest. Without entering into detail, I should like to survey quickly the main components of economic activity.

The Consumer Sector

Consumer spending got off to a strong start but seems to have slowed down somewhat since.

The rate of increase for the year as a whole will probably be of the same order as in the years from 1964 to 1968.

Capital Spending

Business investment has perked up. In 1967 and 1968, capital expenditures in the business sector, in housing and social capital showed only a modest increase. The official forecast of spending intentions published in mid-year in Ottawa held out the prospect that capital outlays might rise by more than 10 per cent. More recent fragmentary evidence suggests that some projects have been stretched out and that the objective may not be reached; nevertheless, a renewal of investment activity appears to be under way after the intermission of 1967 and 1968. Housing starts in 1968 amounted to 197 thousand units, or 33 thousand more than in 1967. Performance in the current year may turn out to be slightly better than in 1968, but not much. The outlook for residential construction does not seem to improve significantly, and it will be particularly difficult to find the funds for one-family units.

Foreign Trade

Exports in the first ten months of the year showed an increase of 10 per cent over 1968. Our shipments abroad continue at a high level but their rate of increase has diminished somewhat. One of our most important export products, wheat, has shown a decline in shipments of \$173 million in the January to September 1969 period compared to last year. Ontario's economy has been buoyed up by a strong export performance of the automotive industry. Forest products also acquitted themselves well in foreign markets; this industry ranks high in Quebec. Looking at the other side, imports have increased by 16 per cent over the first ten months of 1969.

Fiscal Policy

The decision by the federal government to do battle with inflation has strongly influenced its fiscal policy. In the June 3, 1969 budget, the Minister of Finance presented three anti-inflationary measures. First, to keep some prices down through increased foreign competition, he introduced tariff reductions on certain imports that did not have to be fully implemented until January 1st, 1972 on the basis of the Kennedy Round negotiations. Secondly, he maintained till the end of 1970 the surtax of 3 per cent on personal and corporate income. Finally, in the large urban centres of Ontario, Alberta and British Columbia, capital cost allowances for income tax purposes on commercial construction during 1970 were deferred for two years. The results of the fiscal policy of recent years can be summed up as follows: for the fiscal year 1967/68, the federal budgetary deficit amounted to \$795 million; in 1968/69, the figure was \$566 million, while the target for 1969/70 is a surplus of \$250 million. The effect of this policy on the economy is obviously restrictive. In August, the Prime Minister of Canada

announced several other measures to hold inflation in check, among which a levelling off, if not a reduction, in the number of civil servants. In addition, the federal government has given evidence of its intent to practice long-term financial planning. Such a policy is not easy to apply. Last year, a large number of businessmen expressed anxiety about the upward trend in public spending. Now, the new orientation taken by federal policy to deal with inflation deserves support.

Monetary Policy

The monetary authorities have moved in the same direction. Bank rate — the rate at which chartered banks can obtain short-term loans from the Bank of Canada to cover an unexpected difference between their actual cash reserves and those they are legally obliged to maintain — has been raised by several steps from 6 per cent in the beginning of December, 1968 to 8 per cent in July, 1969. The prime lending rate, accorded by chartered banks to low-risk, low-cost customers, has inevitably moved upwards also. The rise of interest rates is the result of a strong demand for credit and of some reluctance on the part of those who supply funds. The resulting rise in rates is thus the product and not the cause of inflation. The money supply in the hands of the public, which comprises as principal element the Canadian dollar deposits of chartered banks, has in recent months shown an increase of 6 per cent approximately on an annual basis. Since the autumn of 1967, much larger increases have frequently been recorded, often topping 15 per cent in a given month compared to the comparable period in the preceding year.

Outlook for 1970

Economic forecasts for 1970 assume that Gross National Product in current dollars will increase less than it has in 1969, in part because of a slight deceleration of price increases, but more particularly as a result of a slowdown of growth in real output. The general price level may turn out to be 3½ to 4 per cent above 1969 and the physical volume of production up to 4 per cent higher, resulting in an advance of 7 to 8 per cent of Gross National Product in 1970 over 1969 (in current dollars). This compares with a 9 per cent increase in the current year over 1968. These forecasts take into account that the money supply has been reined in, that fiscal policy is also restrictive and that the full impact of these two developments will probably be felt in 1970. Provincial governments are dealing with a bond market that does not take kindly to fixed interest securities, unless these are short-term and extensible. Whatever they might like to do politically or socially, provincial governments will be forced to put economic considerations at the head of the list of their preoccupations and their fiscal policies will become restrictive through the force of circumstances. Finally it should be observed that the United States are following a policy

similar to ours, which will reinforce the efforts made in Canada.

Let us hope that our leaders will succeed in stalling inflation. A rate of inflation of 2 per cent per annum, if continued for thirty-five years, would reduce the purchasing power of money by half, and if the price increase would be at the level of 4 per cent annually, the value of our money would be halved in as little as eighteen years. It is hardly necessary to say more to show the necessity of holding inflation in check. If we would be content with moderate progress the following year, this would permit us to put into place the necessary readjustments and prepare the way for a more orderly progress of the economy in subsequent periods.

Regional Economic Disparities

Even if business conditions on the whole have been reasonably good in 1969, we must not lose sight of some long-term problems associated with structural weaknesses in our economy. Accordingly, I consider it appropriate to give particular attention this year to a topic of great importance: the regional disparities in economic growth.

This is not an exclusively Canadian problem; many countries have slow-growth regions. But after the Second World War, governments have for a long time been mostly occupied with business conditions in general, hoping that national prosperity would somehow be transmitted to all sectors of the economy. It was like that in Canada. However, for some years now, our governments have begun to take a special interest in this problem. Several measures have been taken to reduce such disparities.

Notwithstanding these efforts, the discrepancy in economic development between various regions of Canada has remained larger than it should be. For instance, average personal income of people in the labor force in Quebec in 1968 amounted to about \$6,400.; in the Atlantic provinces, it was just short of \$5,750.; the average for Ontario was slightly below \$7,650, and the figure for the entire country amounted to some \$7,000.

During the period from 1964 to 1968, the annual rate of unemployment in the Province of Ontario was between 2.5 and 3.5 per cent of the labor force, which to all intents and purposes constitutes full employment. In Quebec, the spread has been between 4.7 per cent, the most favorable figure, and 6.5 per cent, the maximum of the period on an annual basis. The situation is more serious still in the Atlantic provinces; their unemployment rate in a relatively prosperous year is about the same as in Quebec in a less good year. The figures published for 1969 seem to confirm more or less these tendencies.

The underdeveloped regions, even if they seem thinly settled in terms of topography, are often overpopulated in relation to local economic prospects. It has been suggested that the population should be encouraged to move towards so-called "growth centers" within these regions.

Government policies have recently given more importance to the mobility of the labor force and try to encourage it.

The mobility of labor comprises another element: the transfer from one occupation to another through retraining. One should have no illusions about it; for a family or an individual these things are often difficult. The natural tendency is sometimes to try and stay in a declining occupation with the aid of government subsidies, which indirectly amounts to asking fellow citizens to pay more tax. Some years ago, the Economic Council of Canada underlined among the guidelines to be followed that it was important to avoid as much as possible "subsidies merely to create temporary activity or to sustain indefinitely low-productivity industries and declining occupations".

The disposition and ability of workers to change employment, trade or residence is one of the principal conditions of economic and social progress. If governments take efficient measures to aid the individuals concerned, the whole of society will benefit. But one cannot leave it at that; it is also necessary to adopt a policy oriented towards the development of regions themselves. Federal and provincial governments have recently moved in that direction.

The Federal Government and Regional Development

In March of this year, the various federal programs of regional development have been centralized in the Department of Regional Economic Expansion in order to coordinate a variety of programs established at an earlier date. The new Department will not neglect social readjustment in the rural sphere, but plans to build its industrial development programs primarily around the development of growth centers. The intention is to take a comprehensive look at an underdeveloped region as a whole and to assist it by developing promising existing communities which are most likely to become the nucleus of further economic expansion. It is in such localities that industry will find the subcontractors, the municipal services, the transportation and communication facilities and all the other services which it needs to prosper; such centers can also provide an educational and recreational environment which satisfies management and employees. In earlier programs, such "magnets of industry" were often excluded from federal aid.

Last August, the new Department designated the regions entitled to industrial incentives during a period of three years ending the 1st of July, 1972. The designated zones in Eastern Canada cross provincial boundaries: in Ontario, the northern part; in Quebec, approximately all the areas north and east of the Three-Rivers district; finally, the entire territory of the Atlantic provinces, excluding Labrador.

The cash grants accorded to new factories in these regions could go as high as \$12 million per project, according to a formula authorizing the

Minister to contribute up to 25 per cent of the capital cost, plus an amount not exceeding \$5 thousand per manufacturing job created. If the project concerns the expansion of modernization of an existing establishment, the incentive could reach 20 per cent of the capital cost with a maximum of \$6 million per project.

We believe that the new federal regulations represent an important step forward in the domain of regional development aid. It is now up to private enterprise to avail itself of the opportunities created. Before enlarging upon this aspect of the matter, it is desirable to say something about the encouragement offered by provincial authorities and more particularly the government of Quebec.

Industrial Incentives in Quebec

The Regional Industrial Development Assistance Act of Quebec, adopted the 21st of June, 1968, provides for incentives to manufacturing or processing plants that establish themselves in two designated zones outside the great metropolitan region of Montreal. The incentives can go up to \$500 thousand and are equal to 25 per cent of capital cost in zone I; they are higher in zone II, comprising the Abitibi region and the region situated north and east of the Rivière-du-Loup district. The Act stipulates that capital investment projects should reach at least \$50 thousand to be eligible. The program is designed to complement federal activities in this field. It is not enough to develop certain regions; economic growth can start from a geographic location but also from an industrial sector. A new initiative of the government of Quebec is designed to attract key industries in the electronic, electrical, chemical, industrial equipment and aerospace industries. The Province will pay up to \$5 million to each new plant pursuing one or the other of these industrial activities. The incentive applies to those large corporations that are not in a position to take advantage of the designated zones legislation of the Federal Department of Regional Economic Expansion. Such large enterprises will be under obligation to employ graduates in engineering, sciences, technology or business administration of Quebec universities. The program will be in force from September 1, 1969 to September 1, 1972.

The Role of the Provincial Bank in Regional Development

Regional development has to be centered around certain cities and towns which could become "magnets of industry". It may be necessary that local autonomy cedes to the higher ranking interests of the entire region. The Canadian banking system is not a conglomeration of numerous autonomous institutions, but of large banks which each operate a whole network of branches; it is therefore able to adapt itself to any necessary transformation of regional structures. The Provincial Bank for its part plans to play an active role in the movement of regional development.

The laws, regulations and forms pertaining to regional development and to growth industries seem often complicated to the managers of small and medium business. Too often the latter have some difficulty in finding their way through the maze of different and complex incentive programs. The owner or manager may easily make a costly mistake by inadvertently failing to adhere to some regulation.

The directors of the Provincial Bank are aware of the important role which the latter can play to aid its clients to make use of the advantages which are now available for regional development aid. Therefore, we have decided to put in place a new service of which the function will be to help our clients in the designated zones of Quebec, New Brunswick and Prince Edward Island to avail themselves of such regulations. In helping our customers, we hope to contribute more than ever to the efforts of our governments aimed at a more balanced economic development.

This new service will study the needs of clients and direct the latter to the right agency. It will organize study sessions for the various department heads at head office, for regional superintendents and for branch managers, in order to make them familiar with the requirements of the various programs mentioned. It will even organize seminars where our customers will be invited. It will, in collaboration with regional superintendents, see that temporary credits are authorized to companies whose expansion projects have been accepted by government but which have not yet received the funds which will be forthcoming. Briefly, the new service will study with clients possible expansion projects and help them to bring every serious proposition to a good end.

This initiative will be costly for the Bank and require additional efforts on the part of a number of staff members. But our directors have the profound conviction that these sacrifices will not be in vain. Economic development, as I have often said, is not only a matter for government. It is equally the task of private enterprise and financial institutions. The Provincial Bank wants to be the first to accept this particular challenge. As a bank with deep regional roots, it is particularly well-placed to play this role.

The Situation in Quebec

In spite of all the incentives government is willing to grant, industry might hesitate to locate in Quebec if it does not find there a climate favorable to industrial growth. All efforts would thus come to naught.

The situation in Quebec is complex and to understand it properly, one should first of all be aware that a variety of factors is involved. The political aspect is not the only one to be considered. Labor problems are intertwined with dissatisfactions of a psychological nature; language difficulties complicate educational reform; a community with rural traditions is transformed into an industrial society, the

aspirations of economically weak regions compete with the demands of a large metropolitan center, while young people reject the hold of traditional authority, sometimes without accepting, or even perceiving, the responsibilities that go with freedom. Contemporary society is changing all around us. Change often brings progress and a higher level of living. However, such progress is frequently uneven and accompanied by social upheaval, leading to all sorts of conflict. Obviously, many problems in evidence in Quebec today have their counterpart elsewhere, in the United States as well as in Europe. However, this is not a reason to ignore them or to make light of any excesses that occur in our society. All year long, we have witnessed public demonstrations and other forms of direct action designed to impose a particular solution to a conflict on the responsible authorities. Without going into the merits of the causes proclaimed, I should like to point out a danger in the methods employed. The public has no guarantee that the sponsors of such manifestations are capable of retaining control over the confrontations that they have instigated, if there is no respect for the rules of democracy, if they encourage violence, or turn a blind eye to destructive elements in their midst. Demonstrations often attract youthful elements. Young people, in Quebec as elsewhere, have sometimes a tendency to over-simplify problems and a desire to change everything. Unfortunately, it is easier to carry placards than to perfect one's grammar or to prepare for a trade or profession. Constructive work requires competence and often patience. Destruction sets lower standards: any hothead in a thoughtless moment can do it. Some years ago, it became fashionable to use the expression "Quiet Revolution" to sum up a renewal movement in Quebec. If Quebec today does no longer seem quiet, neither is it in the throes of revolution. The extraordinary always draws the limelight and some demonstrations and their leaders get more publicity than their importance warrants. The picture of Quebec that emerges is not completely false, but it does take on some features of a caricature. It fails to do justice to the large majority of the Quebec population. Certainly, the people of Quebec do not hanker for an atmosphere of peace and quiet in which every dissent is snuffed out, but they firmly believe in the kind of change that develops in an atmosphere of order and respect for others. A price must be paid for such freedom and order, and that price is vigilance. It behooves all responsible citizens to take an active part, to support the leaders of our society in their efforts to assure an orderly development of Quebec. It is only on that condition that we can pursue economic growth, improve the living conditions of the population and maintain a climate in which the human personality can flourish.



Statement of Assets and Liabilities

as at October 31, 1969

Assets	1969	1968
Cash and due from banks	\$ 57,992,018	\$ 37,100,109
Cheques and other items in transit, net	51,028,991	39,482,311
	109,021,009	76,582,420
Securities issued or guaranteed by Canada, at amortized value	112,181,018	100,973,906
Securities issued or guaranteed by provinces, at amortized value	22,045,777	24,507,120
Other securities, not exceeding market value	40,147,856	53,607,958
	174,374,651	179,088,984
Day, call and short loans to investment dealers and brokers, secured	22,581,980	39,824,517
Other loans, including mortgages, less provision for losses	524,211,530	446,150,220
	546,793,510	485,974,737
Bank premises at cost, less amounts written off	7,742,473	7,427,652
Securities of and loans to a corporation controlled by the bank	2,909,346	5,340,414
Customers' liability under acceptances, guarantees and letters of credit, as per contra	39,290,408	3,244,104
Other assets	972,127	1,077,968
	<u>\$881,103,524</u>	<u>\$758,736,279</u>

Auditors' report to the shareholders

We have examined the statement of assets and liabilities of The Provincial Bank of Canada as at October 31, 1969, together with the statement of revenue, expenses and undivided profits and the statement of accumulated appropriations for losses for the year ended on that date. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion, the foregoing statements present fairly the financial position of the Bank as at

October 31, 1969, and its revenue, expenses and undivided profits and accumulated appropriations for losses for the year ended on that date.

Auditors:

Guy Chabot, C.A.,
of Raymond, Chabot, Martin, Paré et Associés

Guy Fortier, C.A.,
of Boulanger, Fortier, Rondeau et Cie

Montreal, November 12, 1969.

Liabilities

	1969	1968
Deposits by Canada	\$ 16,417,251	\$ 13,128,338
Deposits by provinces	10,350,550	10,198,331
Deposits by banks	9,826,278	3,831,466
Personal savings deposits payable after notice, in Canada, in Canadian currency	374,994,219	347,522,148
Other deposits	383,858,923	337,757,049
	795,447,221	712,437,332
Acceptances, guarantees and letters of credit	39,290,408	3,244,104
Other liabilities	3,763,289	3,098,188
	43,053,697	6,342,292
Accumulated appropriations for losses	12,268,147	10,625,229
Capital:		
Authorized — 10,000,000 shares of \$2. each \$20,000,000		
Paid up — 4,500,000 shares issued and fully paid	9,000,000	9,000,000
Rest account	21,200,000	20,200,000
Undivided profits	134,459	131,426
	\$881,103,524	\$758,736,279
Raymond Primeau, General Manager		Léo Lavoie, President

Statement of Revenue, Expenses and Undivided Profits

for the financial year
ended October 31, 1969

	1969	1968	Increase %
REVENUE:			
Income from loans	\$ 43,586,922	\$ 32,199,507	35.4
Income from securities	10,760,018	9,501,670	13.2
Other operating revenue	8,419,261	7,397,211	13.8
Total revenue	62,766,201	49,098,388	27.8
EXPENSES:			
Interest on deposits	27,055,653	19,319,020	40.0
Salaries, pension contributions and other staff benefits	14,713,762	12,994,667	13.2
Property expenses, including depreciation	4,489,709	3,912,782	14.7
Other operating expenses, including provision for losses on loans based on five-year average loss experience	5,344,044	4,735,159	12.9
Total expenses	51,603,168	40,961,628	26.0
Balance of revenue	11,163,033	8,136,760	37.2
Appropriation for losses	4,450,000	2,600,000	71.2
Balance of profits before income taxes	6,713,033	5,536,760	21.2
Provision for income taxes relating thereto	3,460,000	2,840,000	21.8
Balance of profits for the year	3,253,033	2,696,760	20.6
Dividends	2,250,000	1,890,000	19.0
Amount carried forward	1,003,033	806,760	24.3
Undivided profits at beginning of year	131,426	124,666	5.4
Total	1,134,459	931,426	21.8
Transferred to Rest account	1,000,000	800,000	25.0
Undivided profits at end of year	\$ 134,459	\$ 131,426	2.3

Statement of Accumulated Appropriations for Losses

for the financial year
ended October 31, 1969

				1969	1968
Accumulated appropriations at beginning of year					
		1968	1969		
General	\$ 8,146,989	General	\$10,212,817		
Tax-paid	\$ 78,875	Tax-paid	\$ 412,412	\$10,625,229	\$ 8,225,864
Appropriation from current year's operations				4,450,000	2,600,000
Loss experience on loans less provision included in other operating expenses				(- 281,920)	(- 338,618)
Profits and losses on securities, including provisions to reduce securities other than those of Canada and provinces to values not exceeding market				(- 331,341)	162,576
Other profits, losses and non-recurring items, net (Note)				(- 1,523,821)	(- 24,593)
Provision for income taxes				(- 670,000)	—
Accumulated appropriations at end of year					
		1968	1969		
General	\$10,212,817	General	\$11,035,930		
Tax-paid	\$ 412,412	Tax-paid	\$ 1,232,217	\$12,268,147	\$10,625,229

Note

The balance of the actuarial deficit for past services of the pension fund has been paid in full by a contribution of \$1,525,900.

Statement of Rest Account

for the financial year
ended October 31, 1969

	1969	1968
Balance at beginning of year	\$20,200,000	\$19,400,000
Transferred from undivided profits	1,000,000	800,000
Balance at end of year	\$21,200,000	\$20,200,000

Raymond Primeau,
General Manager

Léo Lavoie,
President

Pro-Can Realties Limited Controlled Corporation

Balance sheet

as at October 31, 1969

Assets

Rent and other receivable	\$ 181,736
Land and buildings at cost, less depreciation	5,292,549
	\$5,474,285

Liabilities

The Provincial Bank of Canada	\$ 665,795	
Accrued bond interest	99,000	
Current portion of long-term debt redeemable November 1st, 1969	100,000	
Provision for income taxes	300	\$ 865,095
First mortgage sinking fund bonds — Series "B" — 5½ % maturing November 1st, 1986	3,600,000	
Less: Sinking fund payment due November 1st, 1969	100,000	3,500,000
CAPITAL STOCK		
PREFERRED — Redeemable, non participating, non cumulative dividends — 4½ % Authorized and issued: 10,000 shares of \$100 each	1,000,000	
COMMON Authorized and issued: 1,000 shares of \$100 each (Note)	100,000	
	1,100,000	
EARNED SURPLUS	9,190	1,109,190
		\$5,474,285

Note

The Provincial Bank of Canada owns the entire capital stock of Pro-Can Realties Limited with the exception of the directors' qualifying shares. It is carried on the books of the Bank at \$1,099,400.

Auditors' report to the shareholders

We have examined the balance sheet of Pro-Can Realties Limited as at October 31, 1969. We have obtained all the information and explanations that we have required. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion, this balance sheet presents fairly the financial position of the company as at October 31, 1969, in accordance with generally

accepted accounting principles applied on a basis consistent with that of the preceding year.

Auditors:

Guy Chabot, C.A.
of Raymond, Chabot, Martin, Paré et Associés
Guy Fortier, C.A.,
of Boulanger, Fortier, Rondeau et Cie

Montreal, November 12, 1969.

Record of Growth

THOUSANDS OF DOLLARS	1969	1968	1967	1966	1965
Assets	\$881,104	\$758,736	\$642,455	\$575,484	\$548,391
Loans	546,794	485,975	388,160	366,391	342,767
Deposits	795,447	712,437	600,832	536,118	511,626
Shareholders' equity					
Capital	9,000	9,000	9,000	9,000	9,000
Rest account	21,200	20,200	19,400	18,700	18,000
Undivided profits	135	131	125	104	114
Balance of revenue	11,163	8,137	6,355	4,779	4,392
Net profits	3,253	2,697	2,386	2,265	2,203
Dividends	2,250	1,890	1,665	1,575	1,530
Net earnings per share	72¢	60¢	53¢	50¢	49¢
Dividends per share	50¢	42¢	37¢	35¢	34¢
OTHER INFORMATION:					
Number of shareholders	6,212	6,159	5,895	5,596	5,433
Number of employees	2,594	2,497	2,407	2,300	2,252
Number of branches	219	211	205	204	200
Number of agencies	69	115	148	165	168

Note:

Figures for 1965 and 1966 which were established under the former Bank Act have been adjusted to make them comparable with those of 1967-68-69.



General Manager's Address

Raymond Primeau:

General Situation

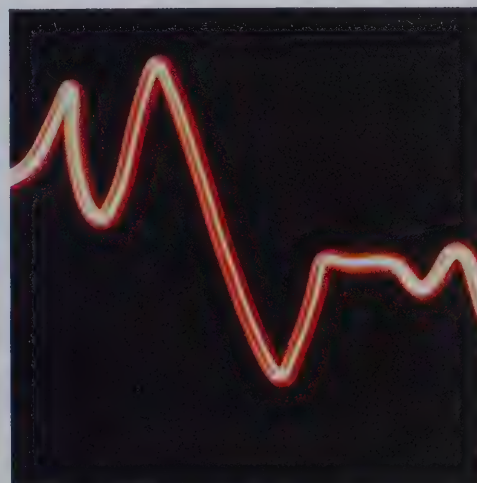
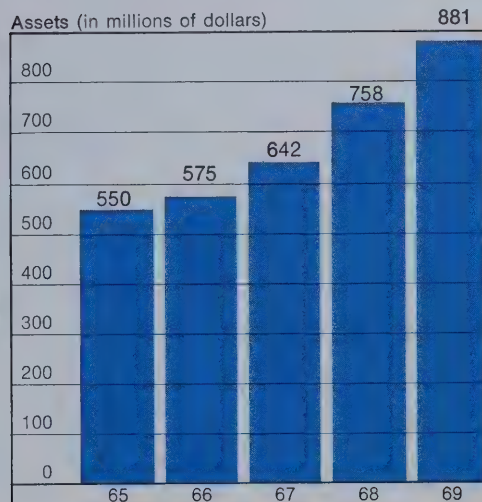
I am privileged to submit to you the results of the 69th financial year of the Bank, ended on October 31, 1969. This year's progress was achieved in an atmosphere of vigorous competition and tight money policies which affected market conditions and required several changes of direction. Therefore, it is with some satisfaction that we report to you the growth of our affairs during the year just ended. The period of uninterrupted expansion since 1961 has led us into a situation strongly dominated by inflation. It would be superfluous to speak of inflation if it were not the mainspring of the tight money and credit conditions which affect the current economic climate. The monetary policy of the Bank of Canada has put bank liquidity under steady pressure and we were forced to gradually restrict credit in order to slow a demand that still remains greater than supply. The prime lending rate of banks remained high throughout the year, moving from 6¾ to 8½ per cent at a time when interest rates allowed to depositors were also higher than ever. Nevertheless it must be remembered that the rise in the cost of money was of the same order as that experienced in most of the industrialized countries; it is, moreover, directly affected by the situation prevailing in the United States.

Assets and Liabilities

It might seem paradoxical that in this climate the banking sector in general and the Provincial Bank show profits appreciably higher than those of last year. An explanation is to be found in the increase of 16.1 per cent in our assets this year, which must be added to an increase of 18 per cent last year. In fact, during the year assets increased by \$122,367,245, moving upward from \$758,736,279 to \$881,103,524.

Liquid Assets and Investment Portfolio

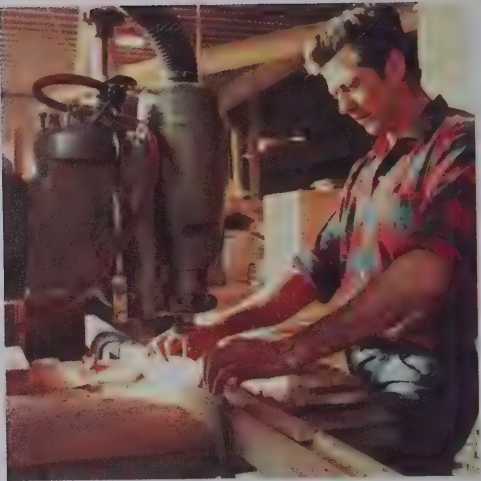
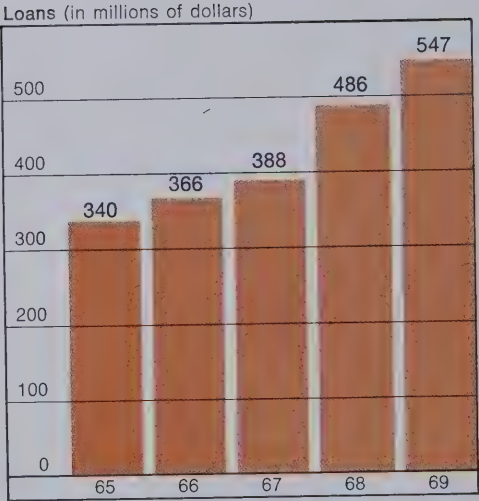
In its fight against inflation the Bank of Canada slowed down the increase of money supply and even increased from 7 to 8 per cent the rate of the secondary reserve on Canadian deposits. Our liquid assets nevertheless tended to remain at levels comparable with those of last year. The stock and bond markets were seriously upset during the year and continued to decline. For example, the yield on 91-day Treasury Bills, which was 5.57 per cent on October 31, 1968, reached 7.60 per cent on October 30 last. This change assuredly made for higher yields, but also for a depreciation in the value of our portfolio. At the end of the fiscal year our investment portfolio amounted to \$174,374,651. Apart from the current level of interest rates, it must be remembered that the tendency of the bond market for the last fifteen years has been unfavorable to investors and threatens to dry up a source of financing essential to the country's social and industrial equipment. It is to be hoped that the financial market will return to more normal conditions, for its proper functioning is essential to the development of the economy.



Loans

Loans totalled \$546,793,510 on October 31, 1969, compared with \$485,974,737 at the end of the previous year. This increase of 12.5 per cent vividly shows that credit restrictions only gradually slowed down an economy in full momentum. It is nonetheless true to say that this slowing down checked the uptrend of our loans, especially during the latter part of the year.

Conscious that banks must contribute to the progress of industrial and commercial activity, above all in slow-growth regions, we gave special attention to requests for credit coming from those areas. We thus responded to the repeated wishes of the Governor of the Bank of Canada, who at the same time urged the banks to accommodate the small and medium-size enterprises. The Provincial Bank, as you know, has always been interested in regional development and in the expansion of small and medium-size enterprises. As for our loans to public bodies, they reached \$70,498,726 at year-end, which demonstrates that we play an active part in financing Quebec's public sector.



As to personal loans and consumer credit, we continue to respond to the legitimate financial needs of our depositors, thus permitting them to attain the higher level of living they seek. Our loans in this field at year-end amounted to \$82,470,047, compared with \$64,447,487 the previous year.

Even though this type of financing is an essential wheel of the country's economic prosperity, we had to progressively slow down its rate of growth in the second half of the year, because of the priority attached to fighting inflation.

As to mortgage loans, we responded to many demands and appreciably increased our participation in the development of housing in the areas we serve. We have striven to respond efficiently to the appeals of the federal Minister responsible for housing, as well as to the demands of home builders. It is true that our participation was greater in the early part of the year than in the last months of the financial year because the tightening of credit had reduced our capacity to satisfy the ever-growing demands. The total of our mortgage loans, including those made under the National Housing Act, reached \$35,219,783 at year-end, compared with \$13,272,316 a year ago.



Deposits

Our capacity to invest in loans or securities in the private and public sectors depends on our capacity to encourage and attract savings. This is one major objective we have in mind when opening new branches and when offering depositors diversified and high-yielding deposit instruments. Competition between banks and other financial institutions remains strong, because deposits are the basis of their development. The growth of deposits is not solely conditioned by our efforts and the interest rates we offer, but also by the rate of increase in the money supply. It has increased by 6.0 per cent for the 12 months ended last October. The Bank's total deposits increased by 11.6 per cent, moving from \$712,437,332 to \$795,447,221 during the year.

Personal savings deposits are made up of deposits with checking privileges, special deposits without checking privileges but with higher rates of interest, term deposits and deposit certificates. All of these, which totalled \$347,522,148 last year, reached \$374,994,219 at the end of the year under review, an increase of 8.0 per cent. Personal savings deposits, it must be remembered, possess an element of stability which makes them essential to the orderly growth of the Bank's business. These types of deposits meet a universal need and constitute the primary banking service required by our economy.

Other deposits have increased by 15 per cent and at year-end amounted to \$420,453,001. They are largely made up of current accounts and of non-personal deposit certificates.

During the year we experienced marked competition for non-personal term deposits from financial institutions which are not subject to the Bank Act.

Revenues, Expenses and
Undivided Profits

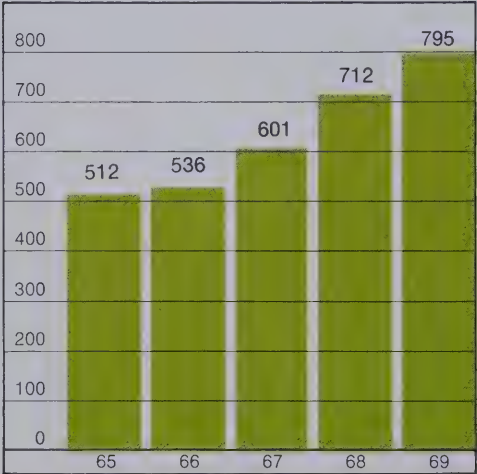
Revenues from loans improved by 35.4 per cent over the previous year and totalled \$43,586,922; those from securities increased by 13.2 per cent and amounted to \$10,760,018, while other operating revenue reached \$8,419,261, representing an increase of 13.8 per cent. The total of these revenues, amounting to \$62,766,201, represents a rise of 27.8 per cent. On the other hand, interest paid to depositors totalled \$27,055,653, an increase of 40.0 per cent. This rate of growth, when compared to the 11.6 per cent increase in total deposits and the 27.8 per cent increase in total revenues, reflects clearly the effect of competition on the results here presented. Other expenses, which show on the whole a more moderate rate of increase, are as follows: salaries and other benefits amounted to \$14,713,762, an increase of 13.2 per cent; property expenses reached \$4,489,709, or 14.7 per cent more; finally, other operating expenses, at \$5,344,044, increased by 12.9 per cent. Total expenses reached \$51,603,168; the over-all increase in expenses is \$10,641,540, or 26 per cent.

The balance of revenue or operating profit, is set at \$11,163,033, which represents an increase of \$3,026,273, or 37.2 per cent, over the previous year.

Our profitability index stands at 1.42 per cent; this index is the ratio between the operating profits and the average annual assets. This efficiency does not merely result from the general increase in interest rates, but also from the growth of our assets, from our growing use of electronic data processing techniques and from the control we exercise over expenditures.



Deposits (in millions of dollars)



Net Profits and Dividends per Share

The year 1968-69 represents an important advance over the preceding one. That part of profits transferred to contingent liabilities is \$4,450,000 this year, compared with \$2,600,000 last year. As a result, balance of profits after income taxes were \$3,253,033 or 72 cents per share in 1969, as compared with \$2,696,760, or 60 cents per share in 1968. This is an increase of 20.6 per cent in 1969 compared with 13.0 per cent in 1968.

Dividends paid to shareholders were \$2,250,000, or 50 cents a share, compared with 42 cents the previous year. The balance of profits allowed us to transfer \$1,000,000 to the rest account.

Reserves and Shareholders' Equity

As we informed you last year, the Government has reduced the amount of accumulated appropriations for losses on which income taxes may be deferred. The new rulings provide for a gradual reduction of general appropriations to a maximum called "par". According to the interpretation given to the new rulings we have under-evaluated the amount of our appropriations for losses subject to income taxes in 1968-69. Consequently, in November 1969, our provision for income taxes has been increased by an amount of \$890,000 and our appropriations for losses have been brought down to \$11,378,147 of which \$2,006,835 are tax-free and \$9,371,312 are not. This adjustment will be reflected in our November 30, 1969 and subsequent monthly statements of Assets and Liabilities.

Your Board of Directors this year decided to make up the actuarial deficit for past services in the employees' retirement fund to the amount of \$1,525,900. This decision will permit us to improve appreciably the retirement provisions for employees of the Bank.

Shareholders' equity in the Provincial Bank, which includes capital stock, rest account and

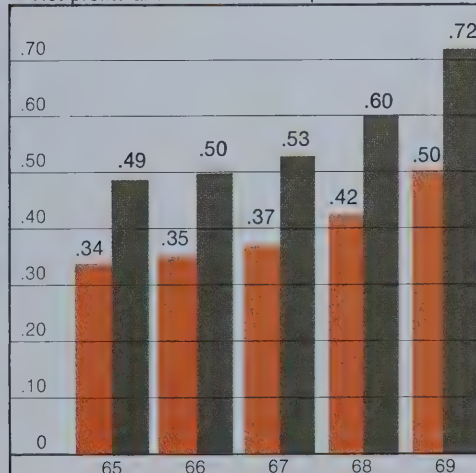
undivided profits, reaches \$30,334,459 at October 31, 1969, as compared with \$29,331,426 in the previous year.

Expansion of the Branch System

During the past year we have pursued a vigorous policy of business development, notably by expanding our network of branches. Eight new ones were added. Six of these were opened in the Province of Quebec as follows: a second branch in Saint Hyacinthe, a third in Longueuil and the others at Beauceville-Est, Trois-Pistoles, Châteauguay and Buckingham. In New Brunswick our agency at Clair has been converted into a branch. Finally, in Ontario where our business is developing rapidly, we have established a second branch in Toronto and project the opening of a ninth branch in the Windsor region. Our system thus comprises 219 branches at October 31 last, of which 185 are in Quebec, 17 in Ontario, 15 in New Brunswick and 2 in Prince Edward Island. While proceeding with the expansion of our network of branches, larger and more modern premises have been provided for our offices in Belle River, Tecumseh and Rockland in Ontario, and for Saint Jérôme, Saint Polycarpe and Saint Clet in Quebec. Moreover, our policy of consolidation of agencies which started three years ago has been continued. Thanks to easier methods of communication, a great many of our agency customers prefer to do business with a branch where they receive a more complete banking service, even if it is located several miles from their homes. At year-end the Bank had 69 agencies.



■ Net profits and ■ dividends per share



Travel Counselor

Among the new services that the Provincial Bank now offers to its clients and the general public, we must note an innovation in Canadian banking services: the creation, in November 1968, of the function of travel counselor attached to the Bank's head office. We took this decision because of the ever-growing requests for information received from customers preparing a business or pleasure trip. Whatever the reason may be for it, trips always include a financial, and therefore banking, element. The results obtained during the first year have met our expectations and the service is now being expanded.

Marketing

We must always remain alert to the lively and healthy competition in the banking world. Our Marketing department strives to educate our personnel in marketing techniques and has started the publication of a marketing letter distributed to employees. I am happy to note also that the Provincial Bank was awarded a national advertising prize for the quality of one of its posters "le prêt-auto qui vroumm". Finally, I should like to bring to your attention that the Bank this year is sponsoring, within the framework of the Canadian Festival of Song, a program entitled: La Clé d'Or, which is televised by most of the private stations in Quebec.



Electronic Data Processing

Our major administrative concern is now the further application of data processing techniques. There is no need to insist on the importance for business and governments to enter steadfastly into the electronic era. The first phase of the program which we set for ourselves is now ended: we have centralized the demand deposit accounting of our branches located in Greater Montreal. We will soon add our branches of neighboring regions as well as those of Quebec, Ottawa and Sherbrooke. In addition we have set up a program for giving an increasing number of tasks to the computer, and for offering our clients the special services they may require. We have ordered a second computer because of the increasing volume of cheques which we handle and we shall soon move our computer operations to more spacious quarters because of the growth of personnel and equipment. Finally, with respect to savings accounts — and this is a major undertaking — we are now studying proposals of manufacturers to link our branches directly with a data centre.

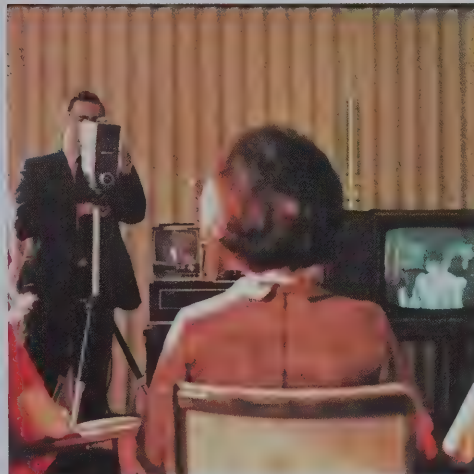


The Personnel

At the end of a profitable year, it is a pleasant duty for me to pay tribute to our staff and thank everyone warmly for the part they played in bringing about the results obtained. The growth of the Bank's affairs and the difficulties of the money market required greater efforts and I am happy to say that they lived up to the challenge.

In this era of economic giants of computers and of marketing, we must depend upon a staff ever more competent, dynamic and motivated, always ready to adapt as needs arise. As a result, we are led to revise our training policies; new teaching material, new methods — animation and audio-visual — were used this year in courses and seminars given to the employees. Our staff, as I noted last year, is aware of this need for continuing education and responds largely to the invitation made to them. Moreover, 297 of our young men and women are registered for courses with the Institute of Canadian Bankers. This is an excellent participation in relation to the size of our bank which numbered 2,594 employees at year-end. Let me say in closing that the Bank's management tries constantly to improve its employee benefits plan, as well as to give financial support to the social and sporting activities of employees. Following the contribution made at the year-end to the pension fund, we will make important improvements to our retirement plan. Financial security at retirement age is a major social benefit and we wish to offer our staff conditions comparable to those in businesses similar to our own.

Ladies and Gentlemen, I wish to convey to you my appreciation for your kind attention. I have tried to give you as complete a report as possible on the results of the latest financial year and I hope it deserves the confidence you have placed in the Bank. It is certain that we could not have achieved such rapid expansion without the continued support of our shareholders.



The Bank on the Move

Nowhere in the world are banks more closely involved than in Canada in the every-day financial, economic and commercial activities of private individuals and business concerns. This, in fact, has come to be known as a national trait of our country. Involvement, in the case of the Provincial Bank, is even more accentuated because of its essentially regional character. This has always meant the closest of ties at the local and regional levels with the communities it serves. Ever present to the needs of the individual depositor, the modest shopkeeper, the small and medium size businesses, the school board and the municipality, the Bank is a fully participating partner in the life of the community. In the dizzily rapid social changes of the second half of the century, the Provincial Bank has kept pace with the new definition of participation, never equating stability with immutability. The social evolution has presented the Bank and its personnel with new responsibilities and new duties. It also has meant a whole new set of challenging opportunities. The new responsibilities and the new duties have been accepted and the challenge of new opportunities has been taken up.

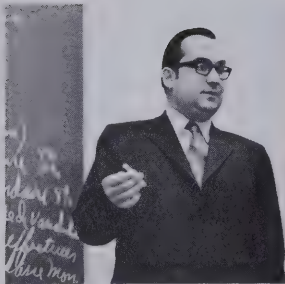
Officially or privately, a number of employees, at several levels, with the Bank's cooperation and encouragement, are actively engaged in pursuing communal undertakings whether these be educational, economic, civic, professional or cultural. Such participation becomes a source of personal enrichment and satisfaction with considerable spill-over in goodwill on the Bank itself. Particularly noteworthy as a contribution to economic betterment was, in early 1969, the address of Mr. Raymond Primeau, General Manager, to La Chambre de Commerce du District de Montréal, on the urgency of small and medium size enterprises in Quebec to regroup or face possible disaster.

1. Mr. J.-C. Falardeau, Assistant Regional Superintendent, is a part-time lecturer (night courses) on banking at Ecole des Hautes Etudes Commerciales.

2. The General Manager addressing members of La Chambre de Commerce du District de Montréal.

3. and opposite page: the interior of the new Saint Hyacinthe branch.

4. Mr. Herbert C. Byleveld, Supervisor of Economic Research, issues studies and forecasts to the business world.



1



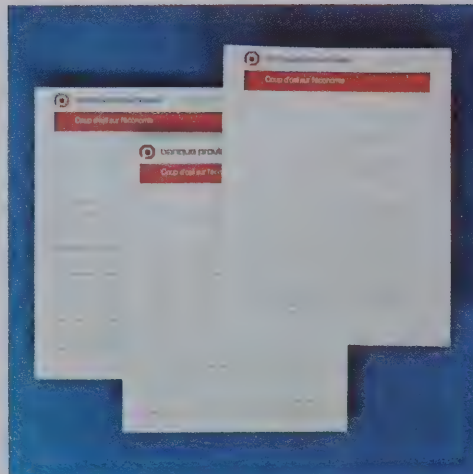
2



3



4



For balanced growth, the Provincial Bank calls upon scientifically controlled marketing data in the implementation of its programme for geographical expansion of its network of branches. When conditions of the site selected allow it, the architectural design of a new branch building lends physical prestige to the area where located. Of elegant functional design, without ostentation, the new branch is meant to be inviting and to be an architectural and economic asset to the district it will serve. Informal opening ceremonies are held to assist the new branch manager and his staff in meeting local personalities as well as extending a welcome to prospective customers.



Montreal and Suburbs

Montreal

201 St. James St. West. *J.-P. Normandin*
 2675 Beaubien St. East. *R. Caron*
 4250 Beaubien St. East. *A. Malfara*
 5100 Beaubien St. East. *P.-M. Trottier*
 1100 Bélanger St. East. *F. Fichaud*
 3255 Bélanger St. East. *R. Lachance*
 200 Bernard Ave. West. *R. Roy*
 C.N.R. Central Station. *J. Lamontagne*
 5635 Cote St. Luc Road. *T. Zimanyi*
 3538 DeLorimier Ave. *P. Leblanc*
 1390 Fleury St. East. *A. Durnin*
 2201 Fleury St. East. *E. Ladouceur*
 2175 Frontenac St. *Y. Poirier*
 5990 Gouin Blvd. West. *G.-Y. Morin*
 11244 Gouin Blvd. East. *G. Côté*
 500 Henri-Bourassa Blvd. East. *G. Barbeau*
 665 Jarry St. West. *A. Lazic*
 2101 Jean-Talon St. East. *F. Spina*
 855 Jean-Talon St. West. *R. Davignon*
 1909 Laurier St. East. *J.-L. Morin*
 3244 Masson St. *J.-G. Leclerc*
 6150 Monk Blvd. *R. Jutras*
 1396 Mount Royal Ave. East. *E. Gagnon*
 1 Notre-Dame St. West. *J.-E. Bertrand*
 2441 Notre-Dame St. West. *J.-M. Létourneau*
 4440 Notre-Dame St. West. *P. Bleau*

520 Ogilvy St. *J.-G. Tremblay*
 1346 Ontario St. East. *A.-R. Larivée*
 3401 Ontario St. East. *R. Leclerc*
 4685 Park Avenue. *V. Chiossone*
 9101 Pie IX Blvd. *G. Bédard*
 772 Rachel St. East. *R. Chartrand*
 801 St. Catherine St. East. *B. Bélanger*
 1900 St. Catherine St. East. *G.-E. Lachapelle*
 4137 St. Catherine St. East. *N. Hotte*
 680 St. Catherine St. West. *P. Laflamme*
 4494 St. Denis St. *R. Mongeau*
 7130 St. Denis St. *J. Malfara*
 8305 St. Denis St. *A. Robichaud*
 6420 St. Hubert St. *J.-P. Ducharme*
 8060 St. Hubert St. *R. Cousineau*
 3850 St. Lawrence Blvd. *S. Carbone*
 8631 St. Lawrence Blvd. *J.-L. Lacasse*
 8060 St. Michel Blvd. *J.-G. Tardif*
 9048 St. Michel Blvd. *L. Pellegrino*
 1178 Sherbrooke St. West. *R. Morin*
 5355 Sherbrooke St. West. *M. Forest*
 5702 Sherbrooke St. East. *R. Boucher*
 8670 Sherbrooke St. East. *P.-A. Malo*
 3543 Van Horne Ave. *R. Chauvin*
 4765 Van Horne Ave. *R. Deschamps*
 3701 Villeray St. *R. L'Archevêque*

Lachine

1515 Notre-Dame St. *G.-A. Lacouture*

La Salle

584, 90th Avenue. *F. Lavigne*

Laval

Chomedey ward:

395 Cartier St. (Laval-des-Rapides). *G. Fortin*
 967 Hôtel-de-Ville Blvd. (Ste-Dorothée).
L. Lauzon
 201 Labelle Blvd. *R. Laferrière*
 1500 Labelle Blvd. *D. Massé*

Duvernay ward:

2765 de la Concorde Blvd. *G.-J. Archambault*
 38 des Laurentides Blvd. (Pont-Viau).
B. Lachance
 1 Place Laval. *S. Bouchard*
Ste-Rose ward:
 205 Ste-Rose Blvd. *E.-A. Doyon*

Longueuil

1667 Chambly Road. *M. Danis*
 582 Ste-Foy Blvd. *G. Dagenais*

165 St-Jean St. *G. Desmarais*

Montreal North

4983 Charlevoix St. *G. Babin*
 3570 Henri-Bourassa Blvd. East *J.-M. Desjardins*

6015 Henri-Bourassa Blvd. East. *R.-C. Marchand*
 10202 St. Michel Blvd. *C. Vozzella*

Outremont

1051 Laurier Ave. West. *J.-M.-R. Mongeon*

Roxboro

10415 Gouin Blvd. West. *Y. Gervais*

St. Laurent

185 Côte Vertu. *C. Laperrière*

795 Décarie Blvd. *R. Rousseau*

St. Léonard

8450 Lacordaire Blvd. *U. Poirier*

5900 Metropolitan Blvd. East. *A. Bérard*

Verdun

5364 Bannantyne Ave. *M. St-Pierre*

4014 Wellington St. *P. Pigeon*

Quebec

Amqui. *A. Michaud*
Asbestos. *M. René*
Aylmer. *R.-E. Basque*
Baie Comeau. *J. Lizotte*
Baie St-Paul. *N. Labonté*
Beauceville East. *G. Hould*
Beauport. *A. Pouliot*
Boucherville. *Y. Toupin*
Buckingham. *R. Plante*
Cap Chat. *G. Bujold*

Causapscal. *R. Saintonge*
Charlesbourg. *J. Desmarais*
Charny. *J. Desroches*
Châteauguay Centre. *A. Charbonneau*
Chicoutimi. *A. A. Lizotte*
Contrecoeur. *L. Doyle*
Côteau Landing. *P. Dion*
Danville. *F. Grégoire*
Disraéli. *R. Labbé*

Drummondville:

226 Hériot St. *J.-P. Chapdelaine*
461 Lindsay St. *D. Bourbonnière*

229 St. Marcel St. *C. Séguin*

Gatineau. *A. Charron*
Gentilly. *J. G. Renaud*

Granby. *G. Brière*
Hauterive. *H. Massé*

Hull:

161 Principale St. *J. Gagnon*

200 Champlain St. *M. Desjardins*

Joliette. *R. St-Amand*
Jonquière. *D. Mailloux*
Labelle. *J. M. Danis*
Lac Etchemin. *C. Rhéaume*
Lachute. *J. Bossé*
Lac Mégantic. *J. Bergevin*
La Malbaie. *C. Simoneau*
Laurentides. *R. Masse*
L'Epiphanie. *G. Archambault*
Lévis (Rond-Point). *G. Dubé*
Loretteville. *C. Carmichael*

Louiseville. *R. Desbois*
Maniwaki. *J.-C. Cyr*
Masson. *L. A. Careau*
Matane. *J.-L. Allard*
Montmagny. *R. Bellefleur*
Mont-Rolland. *G. S. Ouellette*
Nicolet. *M. Laporte*
Notre-Dame-du-Lac. *J.-M. Canuel*
Oka. *R.-L. Beauséjour*
Papineauville. *J.-G. Lanctôt*
Pierreville. *G. Robitaille*

Québec:

54 St-Pierre Street. *R. Naud*
1035 Cartier Ave. *J. Girard*
2 Fabrique St. *R. Gauthier*
1510 - 18th Street. *M. Leblond*

405 Charest Blvd. East (St-Roch). *F. White*
8 St-Joseph Street West (St-Sauveur). *G. Ruel*
595, 3rd Avenue (Limoulu). *R. Turcotte*
911 St-Cyrille Blvd. West (Sillery). *L. Careau*

Repentigny (Shopping Centre). *Y. Granger*
Rimouski. *A. Martineau*
Rimouski-Est. *M. O. Paquet*
Rivière-Bloue. *J. Lévesque*
Rivière-du-Loup:
116 Lafontaine St. *G. Duval*
Rivière-du-Loup-Station:
494 Lafontaine St. *J.-P. Lebel*
St-Agapitville. *G. A. Ouellette*
Ste-Agathe-des-Monts. *R. Lacasse*

St-André-Avellin. *R. Durivage*
Ste-Anne-des-Plaines. *R. Turgeon*
St-Anselme. *G. Falardeau*
St-Barthélemy. *A. Dufour*
St-Clet. *V. Thibodeau*
Ste-Croix. *J. Lavoie*
St-Donat. *R. Garand*
St-Eustache. *L. Théorêt*
St-Flavien. *Miss A. Couture*

Ste-Foy:

853 Myrand Ave. *R. Parent*

1146 Fournier Ave. *J. Doyon*

St-Guillaume d'Upton. *J.-M. Huot*

St-Hyacinthe:

1690 Girouard St. *G. Milot*

1605 des Cascades St. *G. Chapdelaine*

St-Jean-Port-Joli. *J.-L. Drolet*
St-Jérôme. *L. de Carufel*

St-Pascal. *R. Aubé*
St-Polycarpe. *E. Lalonde*

St-Raphaël. <i>R. Dionne</i>	Ste-Thérèse (Town of Blainville). <i>L.-P. Roy</i>
St-Romuald. <i>L. Marquis</i>	Sayabec. <i>G. Lévesque</i>
Ste-Rose-du-Dégelis. <i>G. Bélanger</i>	Shawinigan. <i>R. Roux</i>
Sherbrooke:	
1405 King St. West. <i>G. Samson</i>	451 King St. East. <i>F. Chalifoux</i>
11 Wellington St. North. <i>A. Lebrun</i>	
Sorel. <i>R. Messier</i>	Town of St. Gabriel. <i>J.-G. Beaulieu</i>
Terrebonne. <i>F. Brisebois</i>	Tracy. <i>J.-L. Laroche</i>
Thurso. <i>J.-P. Lapointe</i>	Trois-Pistoles. <i>R. Dumas</i>
Trois-Rivières:	
1433 Notre-Dame St. <i>A. Lauzier</i>	935 St-Maurice St. <i>A. Roy</i>
Valleyfield. <i>O. Labrie</i>	Warwick. <i>R. Hardy</i>
Varennnes. <i>J.-C. Lemieux</i>	Windsor. <i>L. Bourdon</i>
Verchères. <i>A. Rousse</i>	Yamachiche. <i>G. Désaulniers</i>
Victoriaville. <i>J.-P. Rodier</i>	
Ontario	
Alfred. <i>S. Cormier</i>	Pembroke. <i>J. F. Arsenault</i>
Belle River. <i>O. C. Gervais</i>	Rockland. <i>A. J. Crégheur</i>
Cornwall: 305 Montreal Road. <i>J. Levasseur</i>	Tecumseh. <i>C. A. Lee</i>
Orléans. <i>J. Dupont</i>	Tilbury. <i>Y. Mongeau</i>
Ottawa: 152 Rideau St. <i>J.-L. Fréchette</i>	
Toronto:	
1728 Eglinton Ave. West. <i>A. Assaad</i>	112 King St. West. <i>R. Skjarum</i>
Vanier. <i>R. Beauséjour</i>	
Windsor:	
500 Ouellette Ave. <i>L. J. Soulière</i>	899 Wyandotte St. East. <i>H. Gagnier</i>
999 Drouillard Road. <i>G. Seeger</i>	1317 Grand Marais Road. <i>L. West</i>
1599 Ottawa St. <i>K. B. Liddle</i>	
New Brunswick	
Bathurst. <i>D. A. Breau</i>	Edmundston. <i>R. J. Deschenes</i>
Campbellton. <i>R. Roy</i>	Edmundston East. <i>P. Laforest</i>
Caraquet. <i>A. Boudreau</i>	Fredericton: 636 Queen St. <i>E. Melanson</i>
Clair. <i>E. Bélanger</i>	Lamèque. <i>C. Tremblay</i>
Moncton:	
696 Main St. <i>S. A. Poirier</i>	238 St. George St. <i>G. Chénard</i>
Norton. <i>M. J. Légère</i>	St-Quentin. <i>G.-H. Lavoie</i>
Saint John. <i>R. Carr</i>	Tracadie. <i>N. Godbout</i>
St-Léonard. <i>A. J. Hébert</i>	
Prince Edward Island	
Charlottetown. <i>J. K. Perry</i>	Summerside. <i>L.-P. Lévesque</i>

<u>Name</u>	<u>Office</u>	<u>Home Address</u>
Antonio Malfara	Assistant General Manager	67 Banstead Road, Montreal West, Québec
Gilles Mercure	Assistant General Manager	3 Des Erables Avenue, Repentigny, Québec
Léon Pilon	Assistant General Manager	5000 Rivard Street, Montréal, Québec
René Cousineau	Secretary	2270 Papineau Street, Montréal, Québec

21.

DIRECTORS

<u>Name and Address</u>	<u>Principal Occupation</u>
Marcel Bélanger 839 Eymard Street, Québec, Québec	Partner—Bélanger, Dallaire, Gagnon & Company, Chartered Accountants, Québec
Hervé Belzile 157 Dobie Avenue, Town of Mount Royal, Québec	President—Alliance Mutual Life Insurance Com- pany, Montréal
Benoît Benoit 3100 Girouard Boulevard, St. Hyacinthe, Québec	President—La Compagnie d'Assurance Générale de Commerce, St. Hyacinthe
Roland Bock 3940 Chemin de la Côte des Neiges, Montréal, Québec	President—Bock & Tétreau Limitée, Montréal
J.-Ubaldo Boyer 1411 Westmount Square, Westmount, Québec	Company Director
Ignace Brouillet 1 Springrove Crescent, Outremont, Québec	Partner—Brouillet, Carmel, Boulva & Company, Engineers, Montréal
Roland Chagnon 1414 Redpath Crescent, Montréal, Québec	President—Lallemend Inc., Montréal
C. F. Carsley 640 Clarke Avenue, Westmount, Québec	Chairman of the Board— Canada Vinegars Limited, Toronto
Charles-E. Demers 922 Chemin St. Louis, Québec, Québec	Vice-President—Komo Construction Inc., Québec
Paul-A. Dionne 4840 Côte St. Luc, Montréal, Québec	Chairman of the Board— Dionne Limitée, Montréal
Gilles Filion 11645 Guertin Street, Montréal, Québec	Partner—Monette, Filion, Clerk, Michaud, Barakett & Levesque, Lawyers, Montréal
Charles-J. Gélinas 4855 Jean Brillant Street, Montréal, Québec	Partner—Gélinas, Bourque, Benoit, Bélanger et Lortie, Lawyers, Montréal
Léo Levoie 11444 Tanguay Street, Montréal, Québec	President—The Provincial Bank of Canada, Montréal
Lucien Massé 100 Bronson Street, Ottawa, Ontario	President—Société Gazifère de Hull Inc.
Paul-H. Plamondon 465 St. Cyrille Street West, Québec, Québec	Vice-President—La Solidarité compagnie d'assu- rance sur la vie, Québec
J.-Olier Renaud 15 Maplewood Avenue, Outremont, Québec	Partner—Renaud & Renaud, Lawyers, Montréal
Alfred Rouleau 52 Wolfe Street, Québec, Québec	President—Desjardins Mutual Life Assurance Company, and of La Sauvegarde, Québec
Antoine Turmel 250 Bryant Street, Sherbrooke, Québec	Chairman of the Board— Couvrette & Provost Ltd., Montréal

22.

CERTIFICATE

Pursuant to a resolution duly passed by its Board of Directors, La Banque Provinciale du Canada—The Provincial Bank of Canada, hereby applies for listing of the above-mentioned security on The Toronto Stock Exchange, and the undersigned officers thereof hereby certify that the statements and representations made in this application and in the documents in support thereof are true and correct.

DISTRIBUTION OF COMMON STOCK AS OF DECEMBER 3RD, 1969

Number		Shares
689	 Holders of 1 — 24 share lots	6,892
1,499	 " " 25 — 99 " "	80,217
1,267	 " " 100 — 199 " "	160,550
665	 " " 200 — 299 " "	156,462
339	 " " 300 — 399 " "	113,063
212	 " " 400 — 499 " "	92,754
764	 " " 500 — 999 " "	485,166
759	 " " 1000 — up " "	3,404,896
<u>6,194</u>	Shareholders	<u>Total shares</u> <u>4,500,000</u>

